

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

WHEEL PROS, LLC, *et al.*,<sup>1</sup>

Debtors.

## Chapter 11

Case No. 24-11939 (JTD)

(Jointly Administered)

**AMENDED<sup>2</sup> NOTICE OF AGENDA OF MATTERS SCHEDULED FOR  
HEARING ON OCTOBER 8, 2024 AT 11:00 A.M. (ET)<sup>3</sup>**

**AS NO MATTERS ARE GOING FORWARD, THE HEARING  
HAS BEEN CANCELLED WITH THE COURT'S PERMISSION**

**ADJOURNED MATTER**

1. **4WP Sale Motion** – Motion of Debtors for Entry of an Order (I) Authorizing and Approving (A) the Assumption of and Performance Under the Definitive Agreements, (B) the Sale of the 4WP Assets Free and Clear of All Liens, Claims, Encumbrances and Other Interests, (C) the Debtors' Assumption and Assignment of All Executory Contracts and Unexpired Leases, and (II) Granting Related Relief [Filed: 9/16/24] ([Docket No. 103](#)).

Response Deadline: October 1, 2024 at 4:00 p.m. Eastern Time.

### Responses Received:

- a) Objection and Reservation of Rights of Cintas Corporation No. 2 to Debtors' Motion for Entry of an Order (I) Authorizing and Approving (A) the Definitive Agreements,

<sup>1</sup> The last four digits of Debtor Wheel Pros, LLC's last federal tax identification number are 5738. A complete list of each of the Debtors in these chapter 11 cases and such Debtor's federal tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://cases.stretto.com/WheelPros>. The location of the Debtors' principal place of business and the Debtors' service address in these chapter 11 cases is 5347 S Valentia Way, Suite 200, Greenwood Village, Colorado 80111.

<sup>2</sup> Amended items appear in bold.

<sup>3</sup> This Agenda contains hyperlinks to filed documents pursuant to the Court's Interim Order re: Cessation of Hand Deliveries, dated March 13, 2020. Parties may access the filed documents through the hyperlink for a fee through the Court's website at <https://www.deb.uscourts.gov>, or for free by accessing the Debtors' restructuring website at <https://cases.stretto.com/WheelPros>.

(B) the Sale of the 4WP Assets Free and Clear of All Liens, Claims, and Encumbrances and Other Interests, (C) the Debtors' Assumption and Assignment of All Executory Contracts and Unexpired Leases, and (II) Granting Related Relief [Filed: 10/1/24] ([Docket No. 136](#)).

- b) Informal comments from ACE American Insurance Company, Westchester Surplus Lines Insurance Company, Indemnity Insurance Company of North America, Westchester Fire Insurance Company, Illinois Union Insurance Company, Federal Insurance Company, and each of their respective U.S.-based affiliates and successors (collectively, the "Chubb Companies").
- c) Informal comments from the California Department of Tax and Fee Administration (the "CDTFA").
- d) Informal comments from Bexar County, Dallas County, City of Frisco, Parker County Appraisal District, Tarrant County, Plano Independent School District, Frisco Independent School District, Denton County and any other local tax authority in the State of Texas (collectively, the "Texas Taxing Authorities").
- e) Multiple informal objections under discussion.
- f) **Limited Objection to and Reservation of Rights of GS Portfolio Holdings II, LLC for Motion of Debtors for Entry of an Order (I) Authorizing and Approving (A) the Assumption of and Performance Under the Definitive Agreements, (B) the Sale of the 4WP Assets Free and Clear of All Liens, Claims, Encumbrances and Other Interests, (C) the Debtors' Assumption and Assignment of All Executory Contracts and Unexpired Leases, and (II) Granting Related Relief [Filed: 10/4/24] ([Docket No. 151](#)).**

Related Documents:

- a) Notice of Hearing on Motion of Debtors for Entry of an Order (I) Authorizing and Approving (A) the Assumption of and Performance Under the Definitive Agreements, (B) the Sale of the 4WP Assets Free and Clear of All Liens, Claims, Encumbrances and Other Interests, (C) the Debtors' Assumption and Assignment of All Executory Contracts and Unexpired Leases, and (II) Granting Related Relief [Filed: 9/17/24] ([Docket No. 117](#)).
- b) Declaration of Nick Forsa, Managing Director of Stifel Financial Corp., in Support of the Debtors' Motion for Entry of an Order (I) Authorizing and Approving (A) the Debtors' Assumption of and Performance Under the Definitive Agreements, (B) the Sale of the 4WP Assets Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, (C) the Debtors' Assumption and Assignment of All Executory Contracts and Unexpired Leases, and (II) Granting Related Relief [Filed: TBF] (Docket No. TBF).
- c) Declaration of Vance Johnston, Chief Executive Officer of Wheel Pros, LLC, in Support of the Debtors' Motion for Entry of an Order (I) Authorizing and Approving (A) the Debtors' Assumption of and Performance Under the Definitive Agreements,

(B) the Sale of the 4WP Assets Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, (C) the Debtors' Assumption and Assignment of All Executory Contracts and Unexpired Leases, and (II) Granting Related Relief [Filed: TBF] (Docket No. TBF).

Status: This matter has been adjourned to the omnibus hearing scheduled for October 15, 2024 at 10:00 a.m. Eastern Time.

**MATTER FOR WHICH COC HAS BEEN FILED**

2. **Poison Spyder Sale Motion** – Motion of Debtors for Entry of an Order (I) Authorizing and Approving (A) the Debtors' Assumption of and Performance Under the Asset Purchase Agreement, and (B) the Sale of the Poison Spyder Assets Free and Clear of All Liens, Claims, Encumbrances and Other Interests, and (II) Granting Related Relief [Filed: 9/16/24] ([Docket No. 104](#)).

Response Deadline: October 1, 2024 at 4:00 p.m. Eastern Time.

Responses Received:

- a) Informal comments from the Chubb Companies.
- b) Informal comments from the CDTFA.

Related Documents:

- a) Notice of Hearing on Motion of Debtors for Entry of an Order (I) Authorizing and Approving (A) the Debtors' Assumption of and Performance Under the Asset Purchase Agreement, and (B) the Sale of the Poison Spyder Assets Free and Clear of All Liens, Claims, Encumbrances and Other Interests, and (II) Granting Related Relief [Filed: 9/17/24] ([Docket No. 120](#)).
- b) Declaration of Vance Johnston, Chief Executive Officer of Wheel Pros, LLC, in Support of the Debtors' Motion for Entry of an Order (I) Authorizing and Approving (A) the Debtors' Assumption of and Performance Under the Asset Purchase Agreement, and (B) the Sale of the Poison Spyder Assets Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, and (II) Granting Related Relief [Filed: 10/3/24] ([Docket No. 144](#)).
- c) Declaration of Nick Forsa, Managing Director of Stifel Financial Corp., in Support of the Debtors' Motion for Entry of an Order (I) Authorizing and Approving (A) the Debtors' Assumption of and Performance Under the Asset Purchase Agreement, and (B) the Sale of the Poison Spyder Assets Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, and (II) Granting Related Relief [Filed: 10/3/24] ([Docket No. 145](#)).
- d) Certification of Counsel Regarding Motion of Debtors for Entry of an Order (I) Authorizing and Approving (A) the Debtors' Assumption of and Performance Under

the Asset Purchase Agreement, and (B) the Sale of the Poison Spyder Assets Free and Clear of All Liens, Claims, Encumbrances and Other Interests, and (II) Granting Related Relief [Filed: 10/3/24] ([Docket No. 146](#)).

Status: A revised proposed order has been filed under certification of counsel. The Debtors request entry of the order attached to the certification of counsel. No hearing will be necessary unless the Court has any questions.

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Dated: October 4, 2024  
Wilmington, Delaware

*/s/ Laura Davis Jones*

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